

transaction. There is thus no claim that could be brought against Defendants under Ohio's fraudulent conveyance statute or that of any other jurisdiction.

(3) Even if there were a claim that could be brought against Defendants under Ohio's fraudulent conveyance statute or that of any other jurisdiction, the amount of any damages would be reduced, under the relevant statute, by the value given to the Tribune Company for the transfer. As a result, any such resulting claim would fall well below the jurisdictional threshold of this Court.

(4) As there is no allegation or reference to Defendants in the Complaint, no further response by them is necessary or appropriate. However, Defendants deny any implied or intended assertion that it was a party to any fraudulent transfer alleged in the Complaint.

Affirmative Defenses

(5) The Complaint fails to state a claim against Defendants.

(6) Any claim against Defendants is barred by the applicable statute of limitations.

WHEREFORE, Defendants respectfully request that they be dismissed as parties to this action, and that they recover their costs.

Respectfully submitted,

/s/ william stuart dornette

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CERTIFICATE OF SERVICE

The foregoing has been filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic record. Parties may access this filing through the Court's electronic system.

Dated: December 27, 2011

/s/ william stuart dornette

W. Stuart Dornette